Permit #F00020470-C

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00020470-C **Type of Permit:** FILMING **Release Date:** 11/03/2009

Production Company FTP PRODUCTIONS LLC

Insured Company Name FTP PRODUCTIONS LLC

Contact Phone No. 1 323-468-8120
Contact Phone No. 2
Fax
Address 1438 N GOWER ST, BLDG 62
LOS ANGELES, California 90028

Production Title UNTITLED

Type of Production TV Drama

Producer Mark Ovitz

Director David Goyer

1st AD N/A N/A

Production Manager N/A N/A

FilmL.A. Coordinator Asia Robinson

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

Location Assistant Andy Cone
Primary Phone Mobile - 323-868-8755
Secondary Phone

Fees

Posting 300	$208.00
Posting 600	$312.00
Posting 900	$78.00
Posting 1200	$104.00
Posting 1500	$130.00
Posting 1800	$156.00
Notification Charge	$720.00
LA CITY LANE AND STREET CLOSURE FEE	$312.00
FILMLA FILM PERMIT RIDER FEE	$100.00
LA CITY FIRE SAFETY OFFICER	$1,024.00

Total Permit Fee $3,144.00

Number of Locations 3

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Summary Information — Location

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Production Company FTP PRODUCTIONS LLC
Insured Company FTP PRODUCTIONS LLC
Production Title UNTITLED

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

Location Address 327 Towne Ave, Los Angeles, CA, 90013

Location Names

Location Type Retail Business

Location Description

Prep Dates 10/28/2009 - 11/3/2009 07:00 - 19:00

Film Dates 11/4/2009 - 11/5/2009 15:00 - 03:00

Strike Dates 11/6/2009 - 11/6/2009 07:00 - 19:00

Open or Closed to the Public Closed

Generic Conditions
Community Survey Required
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Notify LAPD Central Division (213) 485-3294 and comm. (213) 978-6552 1/2 hour prior to any gunfire or special effects.

Please see attached documents
Towne (Closure) btw 4th Central FTP.pdf
Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	5
Cast/Crew vehicles	65
Condors	1
Cranes	1
Cube Trucks	2
Generator	1
Honey Wagons	1
Motor Homes	5
Picture vehicles	6
Portable restrooms	1
Semi Trucks	3
Stakebed Trucks	3
Vans	3

Personnel on Location

Type	Quantity
Cast	5
Crew	85
Extras	10
Off-Duty/Retired LAPD Officer(s)	4
Spot Check	1

Filming Activities Drive ups & away; Driving shots; Equipment on property; Equipment on sidewalk, in curb lane & across street; Interior and exterior dialogue; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Wetdown; Car Crashes through door into the interior space; Dolly and Track; GUNFIRE ON 11/5 1700-0100 HRS; Prep days will exclude the weekend; Running Cable;

Gunfire

Shot Type	Load Type	No. Takes Per Day	No. Times Per Take
Exterior Automatic	1/4 load	6 - 10	6 - 10

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Summary Information — Location

Permit Number F00020470-C
Production Company FTP PRODUCTIONS LLC
Insured Company FTP PRODUCTIONS LLC
Production Title UNTITLED

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

	Interior Automatic	1/4 load	6 - 10	6 - 10

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Parking

Base Camp
Location Type : Private Parking Lot
Street : Joes Auto Park 242 S. San Pedro LA, Ca 90012

Crew Parking
Location Type : Private Parking Lot
Street : Joes Auto Park 242 S. San Pedro LA, Ca 90012

Posting "No Parking" signs W/S Towne Ave., Central Ave. - E. 4th St.

Approximate Footage 301 - 600 **Log Number** 1006031

Date(s) 10/29/2009 to 11/3/2009 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs E/S Crocker St., 3rd St. - E. 4th St. (Continuous)
B/S Towne Ave., Central Ave. - E. 4th St. (Continuous)

Approximate Footage 1201 - 1500 **Log Number** 1006032

Date(s) 11/3/2009 to 11/6/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs W/S Central Ave., 3rd St. - E. 4th St. (Continuous)

Approximate Footage 601 - 900 **Log Number** 1006033

Date(s) 11/3/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs W/S Central Ave., 3rd St. - E. 4th St. (Continuous)

Approximate Footage 301 - 600 **Log Number** 1006033

Date(s) 11/5/2009 to 11/6/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs N/S E. 4th St., Crocker St. - Towne Ave.(Continuous)

Approximate Footage 0 - 300 **Log Number** 1006033

Date(s) 11/3/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs N/S E. 4th St., Crocker St. - Towne Ave.(Continuous)

Approximate Footage 0 - 300 **Log Number** 1006033

Date(s) 11/5/2009 to 11/6/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs Infront of 603-605 E. 4th St. going 50 feet East and 50 Feet West (Continuous)

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t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information — Location

Permit Number F00020470-C
Production Company FTP PRODUCTIONS LLC
Insured Company FTP PRODUCTIONS LLC
Production Title UNTITLED

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

Approximate Footage 0 - 300 **Log Number** 1006033
Date(s) 11/3/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00
Posting "No Parking" signs In front of 603-605 E. 4th St. going 50 feet East and 50 Feet West (Continuous)

Approximate Footage 0 - 300 **Log Number** 1006033
Date(s) 11/5/2009 to 11/6/2009 **Time(s)** 00:00 to 00:00
Posting "No Parking" signs S/S 3rd St., Central Ave. - Crocker St. (Continuous)

Approximate Footage 0 - 300 **Log Number** 1006033
Date(s) 11/3/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00
Posting "No Parking" signs S/S 3rd St., Central Ave. - Crocker St. (Continuous)

Approximate Footage 0 - 300 **Log Number** 1006033
Date(s) 11/5/2009 to 11/6/2009 **Time(s)** 00:00 to 00:00
Posting "No Parking" signs W/S Towne Ave., Central Ave. - E. 4th St.

Approximate Footage 301 - 600 **Log Number** 1006034
Date(s) 11/6/2009 to 11/6/2009 **Time(s)** 07:00 to 22:00
Posting "No Parking" signs W/S San Pedro, 2nd St. going south 100 feet (Continuous)

Approximate Footage 0 - 300 **Log Number** 1006035
Date(s) 11/3/2009 to 11/6/2009 **Time(s)** 18:00 to 06:00
Posting "No Parking" signs W/S Towne Ave., Central Ave. - E. 4th St.

Approximate Footage 301 - 600 **Log Number** 1006036
Date(s) 10/28/2009 to 10/28/2009 **Time(s)** 11:00 to 22:00
Lane / Full Closure Full Closure: Towne Ave., Central Ave. - E. 4th St. (Continuous)
Approximate Footage 601 - 900

Date(s) 11/4/2009 to 11/5/2009 **Time(s)** 16:00 to 02:00
Lane / Full Closure Full Closure: Towne Ave., Central Ave. - E. 4th St. (Continuous)
Approximate Footage 601 - 900

Date(s) 11/5/2009 to 11/6/2009 **Time(s)** 15:00 to 02:00

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Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information — Location

Permit Number	F00020470-C	**Location Manager**	Michelle Latham
Production Company	FTP PRODUCTIONS LLC	Primary Phone	Mobile - 310-739-2687
Insured Company	FTP PRODUCTIONS LLC	Secondary Phone	Office - 818-560-3511
Production Title	UNTITLED		

Location Address 929 E 2nd St, Los Angeles, CA, 90012

Location Names 2ND STREET LOFTS

Location Type Loft

Location Description

Prep Dates 11/4/2009 - 11/4/2009 07:00 - 19:00

Film Dates 11/5/2009 - 11/5/2009 07:00 - 22:00

Strike Dates 11/6/2009 - 11/6/2009 07:00 - 19:00

Open or Closed to the Public Closed

Generic Conditions
Community Survey Obtained
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with vehicular traffic

Please see attached documents
Vignes btw 1st 2nd WS Curb +1 FTP Model (1).pdf
Michelle Latham Agent Letter.pdf
Arts District Guidelines Revised April 29 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	5
Cast/Crew vehicles	65
Condors	1
Cranes	1
Cube Trucks	2
Generator	1
Honey Wagons	1
Motor Homes	5
Picture vehicles	6
Portable restrooms	1
Semi Trucks	3
Stakebed Trucks	3
Vans	3

Personnel on Location

Type	Quantity
Cast	5
Crew	85
Extras	10
LA City UFSO assigned	24440
Off-Duty/Retired LAPD Officer(s)	2

Filming Activities Equipment on property; Equipment on sidewalk, in curb lane & across street; Interior Dialogue; Intermittent pedestrian control;

Jurisdiction **Political:** Los Angeles City - Council District 14 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

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Summary Information — Location

Permit Number F00020470-C
Production Company FTP PRODUCTIONS LLC
Insured Company FTP PRODUCTIONS LLC
Production Title UNTITLED

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

Parking

Base Camp
Location Type : Private Parking Lot
Street : Joes Auto Park 242 S. San Pedro LA 90012

Crew Parking
Location Type : Private Parking Lot
Street : Joes Auto Park 242 S. San Pedro LA 90012

Posting "No Parking" signs W/S N. Vignes St., 1st St. - 2nd St. (Continuous)
S/S 2nd St., Garey St. - S. Santa Fe Ave. (Continuous)
E/S Garey St., 1st St. going south 100 feet (Continuous)

Approximate Footage 1501 - 1800 **Log Number** 1006078

Date(s) 11/4/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs N/S 2nd St., N. Vignes St. - S. Garey St.
W/S N. Vignes St., 2nd St. going north 100 feet

Approximate Footage 301 - 600 **Log Number** 1006081

Date(s) 11/4/2009 to 11/4/2009 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs N/S 2nd St., Vignes - Santa Fe. (Continuous)
E/S Garey St., 1st St. - 2nd St. (Continuous)

Approximate Footage 901 - 1200 **Log Number** 1006078

Date(s) 11/4/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00

Posting "No Parking" signs W/S N. Vignes St., 2nd St. going north 600 feet

Approximate Footage 301 - 600 **Log Number** 1006082

Date(s) 11/6/2009 to 11/6/2009 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs N/S 2ND ST, GAREY-VIGNES

Approximate Footage 0 - 300 **Log Number**

Date(s) 11/5/2009 to 11/5/2009 **Time(s)** 00:00 to 00:00

Lane / Full Closure Curblane plus Adjacent Lane: W/S N. Vignes St., 1st St. - 2nd St. (CONTINUOUS)

Approximate Footage 0 - 300

Date(s) 11/4/2009 to 11/5/2009 **Time(s)** 19:00 to 22:00

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Summary Information — Location

Permit Number F00020470-C
Production Company FTP PRODUCTIONS LLC
Insured Company FTP PRODUCTIONS LLC
Production Title UNTITLED

Location Manager Michelle Latham
Primary Phone Mobile - 310-739-2687
Secondary Phone Office - 818-560-3511

Location Address 10 Frwy, 110 Frwy, 101 Frwy, Alameda Inclusive (Excluding Freeways), Los Angeles, CA, 90071

Location Names DOWNTOWN GRID

Location Type Street

Location Description Downtown Grid

Film Dates 11/5/2009 - 11/5/2009 17:00 - 22:00

Open or Closed to the Public Open

Generic Conditions
All Vehicles must be parked legally.
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
No Cast and Crew parking on areas streets.
No interference with merchant activity
No interference with pedestrian traffic
No stopping and setting up in residential areas before 7am or after 10pm without prior approval
No stopping or setting up in front of merchants or residents without prior approval

Please see attached document Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
Picture vehicles	1
Vans	2

Personnel on Location

Type	Quantity
Cast	5
Crew	10
Off-Duty/Retired LAPD Officer(s)	2

Filming Activities Camera in car; Driving shots; Intermittent traffic control - 2 minutes standard; INSERT CAR;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes Must Comply with Attached Downtown Conditions

Parking

Base Camp
Location Type : Location
Street :

Crew Parking
Location Type : Location
Street :

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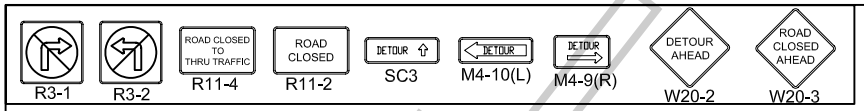
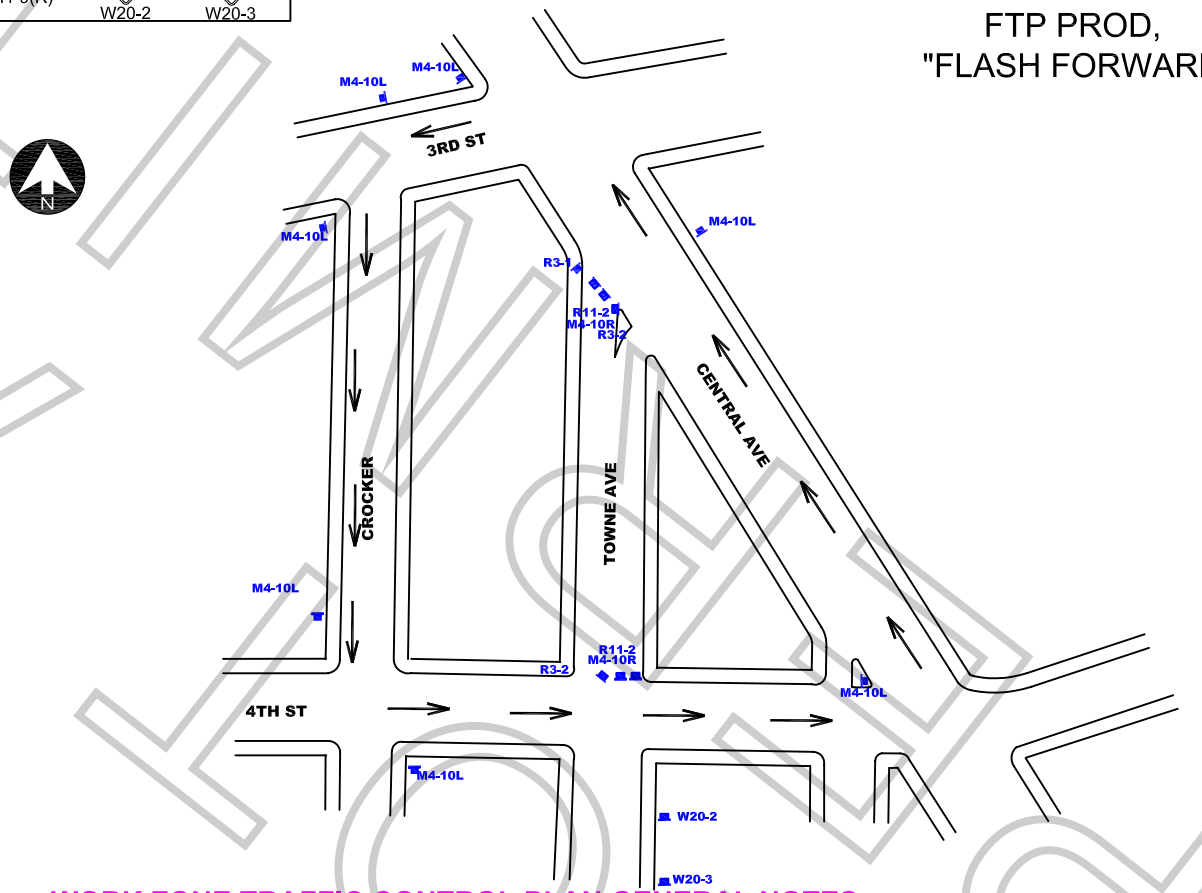


FILM LA:
ERICA WADE

FTP PROD,
"FLASH FORWARD



ALL TRAFFIC CONTROL WILL BE INSTALLED AND CONFORM TO THE MUTCD AND WATCH MINIMUM REQUIREMENTS

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 11-4-09 FROM 16:00 HOURS TO 11-5-09 02:00 HOURS.
2. DATE/TIME: 11-5-09 FROM 15:00 HOURS TO 11-6-09 02:00 HOURS.
3. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
4. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
5. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
6. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

UCL BARRICADE COMPANY.
2334 E. EIGHTH ST., CA 90021
*Ph: (213) 622-9775 * Fax: (213) 622-9790*
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

TRAFFIC CONTROL FOR:
FTP PROD,
"FLASH FORWARD

PROJECT LOCATION:
TOWNE
FROM CENTRAL TO 4TH STREET
CITY OF LOS ANGELES, CA

LOCATION CONTACT:
MIKE TARIS
OFFICE # 818.706.8022

REV#	DATE	REVISION DESCRIPTION
1	11/2	START TIME CHANGE

Permit #E00020470-C

ATHOME

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

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should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

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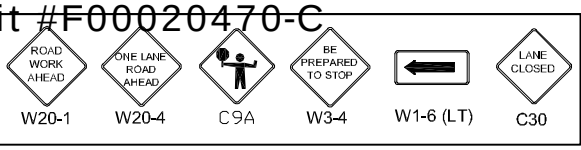
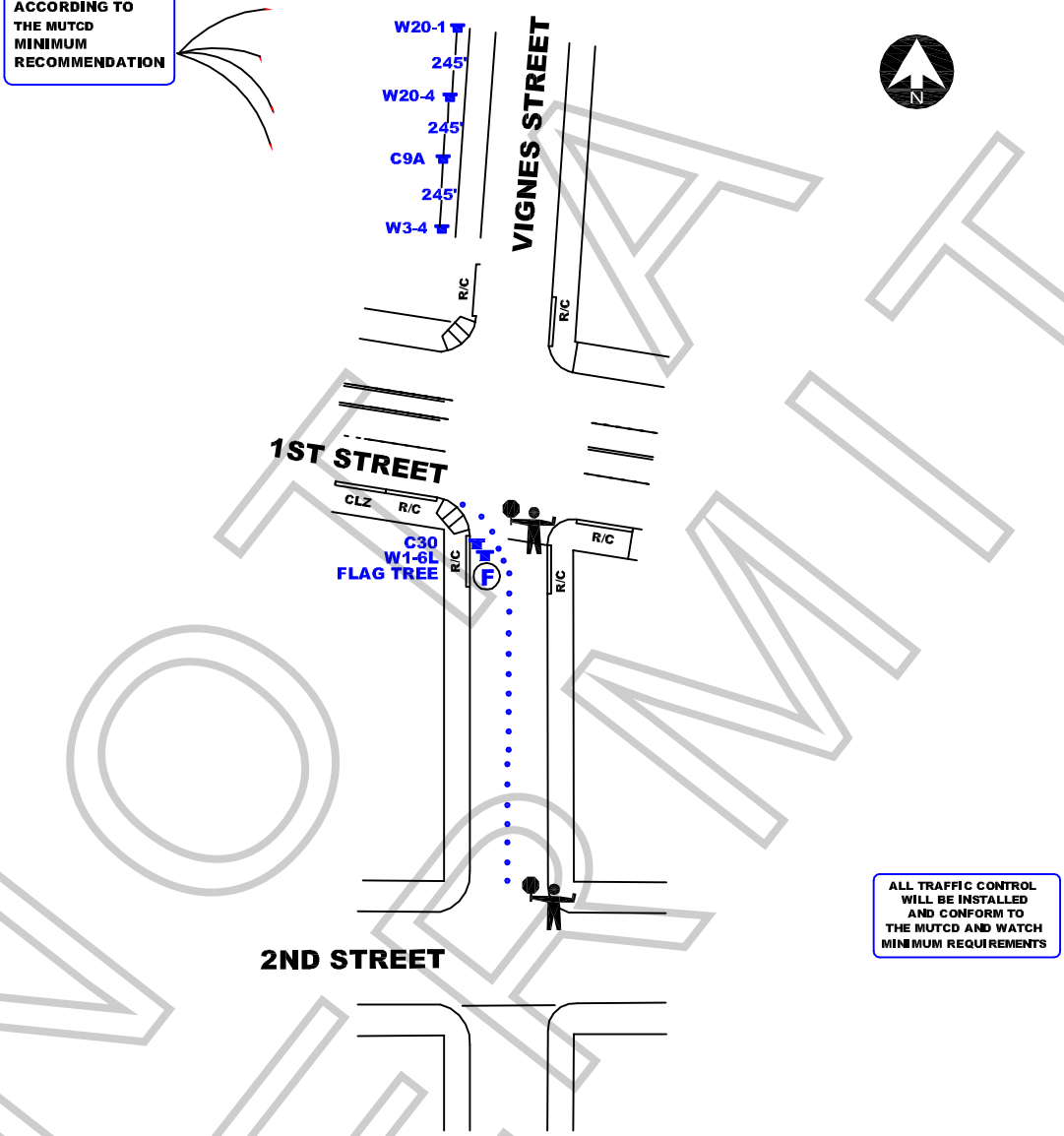
Permit #F00020470-C



TRAFFIC CONTROL FOR:
FTP
"FLASH FORWARD"

FILM L.A.:
ERICA WADE

SIGN PLACEMENT WILL BE ACCORDING TO THE MUTCD MINIMUM RECOMMENDATION



ALL TRAFFIC CONTROL WILL BE INSTALLED AND CONFORM TO THE MUTCD AND WATCH MINIMUM REQUIREMENTS

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 11-4-09 FROM 19:00 HOURS TO 11-5-09 22:00 HOURS.
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRICADE COMPANY.
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775
Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

PROJECT LOCATION:
VIGNES
1ST TO 2ND ST
CITY OF LOS ANGELES, CA

LOCATION CONTACT:
MIKE TARIS
OFFICE # 818.706.8022

REV#	DATE	REVISION DESCRIPTION

NOT A PERMIT

Appointment of As Authorized Agent and Representative

I certify that I am a representative of FTP PRODUCTIONS ("Principal") and am authorized to enter into binding contractual agreements on its behalf. I further certify that I am authorized by Principal to appoint other representatives and agents for Principal and to give such representatives and agents authority to enter into and bind Principal to agreements relating to the issuance of and compliance with location film (e.g. theatrical television, commercial and other motion picture filming) and still photographic permits, including the permits themselves and any riders (amendments) to such permits. Acting on behalf of the Principal in my capacity as its authorized representative, I appoint Walker Location Services and its employees and agents ("WLS") as Principal's authorized representatives and agents to apply for location film (e.g. theatrical television, commercial and other motion picture filming) and still photographic permits on behalf of Principal through Film L.A. Inc of Southern California for any city, county or other jurisdication where Film LA operates; to negotiate discuss, accept, modify, agree to and bind Principal to the terms and conditions of such permits (including all restrictions and/or community guidelines applicable to any such permit); and to execute such permits on behalf of Principal. Principal understands, acknowledges and agrees that it (and/or insurer) remains responsible and liable for all obligations imposed by or incidental to any permit or rider issue to Principal signed by any employee or agent of (including any coordinator, runner or messenger used by) WLS. Principal further agrees to comply with the terms and conditions of any such permits and hereby appoints WLS as an authorized representative to facilitate compliance with such terms and conditions following issuance of any such permits and to enter into agreements for Principal with respect thereto. Any person, agency; entity or organization (including Film LA) and any city, county or other jurisdiction where Film LA operates) may rely upon this appointment and need not obtain further authorization for any act described herein. Any original or faxed copy of this appointment shall be sufficient, and may be treated as an original for all purposes. The appointment may be revoked by Principal at any time in writing delivered to Film LA, but in any case shall expire one (1) year from the date of execution set forth below.

I declare under penalty of perjury under the laws of State of California that I am authorized to appoint WLS as agent for Principal, and based upon that authority I hereby appoint WLS as Principal's agent as set forth herein.

WALKER LOCATION SERVICES
32078 Waterside Lane
Westlake Village Ca.91361
818.706.8022 office
818.253.7052 cell
818.889.3921 fax

Dated: 6/15/09

Name of Principal: FTP PRODUCTIONS

Representative's Signature:

Print Representative's name: Michelle Latham
Representative's Title: Locations
Principal's Address: 500 S. BUENA VISTA ST.,
BURBANK CA 91521

Principal's Telephone: (818) 560 - 7919

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SPECIAL FILMING CONDITIONS
THE ARTS DISTRICT

The Special Film Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this are is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit(s) will be issued for this area. The decision whether or not a particular permit(s) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

This is a mixed-use area that includes manufacturing facilities, warehouses, artists/artisans and residents. These Special Conditions apply to the area roughly between 1st Street and 7th Street and between Alameda Avenue and the LA River. Within the past ten years, this area has experienced an influx of permanent residents into what was predominantly a light to heavy manufacturing zone for over 75 years.

The motion picture industry has amicably co-existed with the businesses and residents of this area for decades and desires to continue to do so. These Conditions are designed to promote cooperation between film companies, local businesses and residents so that each group can effectively utilize this diverse area. Violation of any of the conditions as outlined below may result in permit revocation or other administrative action.

- Affected residents/merchants and businesses must be notified at least two days in advance of the first day of filming or the first day of any substantial set preparation for productions that:
  - Request parking restrictions on the following public streets: Traction Avenue, East 2nd Street (except Alameda Street to Garey Street), East 3rd Street, Vignes Street, Molino Street (Palmetto Street to 4th Street only)
  - Request a street closure
  - Involve any special effects, gunfire, audible playback, helicopter activity, or other disruptive activities
  - FilmL.A. or the production company shall consult a designated community representative when an applicant requests a permit with less than two days notice under the above circumstances
- Posting on more than one side of Traction Avenue, East 2nd Street (except Alameda to Garey), East 3rd Street (except Vignes to Santa Fe), Vignes Street, Molino from 4th Street to Palmetto, Hewitt from Palmetto to 4th Street, 4t Street from Colyton to Molino requires a notification to a designated person in the building where alternate parking is not provided. Posting on both sides of the above streets is allowed without signatures on Sundays.
- When "No Parking" signs are posted on both sides of Hewitt between 4th Street and Traction Avenue, Art Share (213-687-4278) and Bedlam (213-909-1512) must be notified.
- Posting for equipment and/or picture, other than the streets listed above, will be reviewed on a street by street basis and may not exceed 450 linear feet. Additional posting may be granted if there is a majority of support from affected residents/businesses/merchants, and indicated on the permit. After filming is completed, companies are requested, as a courtesy (only LADOT is to touch the posting signs), to turn all "No Parking" signs around so that they face the opposite direction.

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- Companies must provide adequate detour and directional signage when street closures are in place, conforming as much as possible to current LADOT standards and practices. Detour routes must accommodate large, semi and tractor trailer trucks.

- The Arts District is home to many art gallery openings and live, local theater. When the following locations are directly impacted, notification is required if in conflict with a scheduled event at the Downtown Playhouse (929 E. 2nd Street 213-626-6909) and Art Share LA (801 E. 4th Place 213-687-4278).

- Productions filming near residential buildings after midnight or before 6:00am are required to notify designated representatives of the proposed activity. Contact information for building representatives will be made available on request from the community filming liaison (Jonathan Jerald 213-814-7164).

- Crew with walkie-talkies must wear headsets when filming after 12:00 am and before 6:00 am.

- Changeable Message Signs (CMS) will be required on the day(s) of filming activity that requires a full closure on the 1st, 4th and 6th Street Bridges. CalTrans/LADOT approved notification signs are sufficient and must be in place in advance of filming activity and must include the dates and times of closures.

- Cast/Crew are not permitted to park on the area streets. Off-street parking must be provided for personal vehicles.

- Generators are to be placed as far away from residential buildings as possible. Placement will be considered on a case-by-case basis.

- Production companies are required to completely remove all trash, food, cardboard boxes, etc. from the general vicinity at the end of each filming day. Production companies will be held responsible for the actions of the catering companies they employ to provide food for the cast and crew.

- Food should not be given directly to the homeless persons in the area. Production companies wishing to help the homeless should do so though one of the service providers in the downtown area.

- FilmL.A will monitor frequency and look for ways to mitigate the impacts of filming prior to placing a location off limits.

- Unless a signature survey is completed, the west side of Mateo Street between 4th Place and Palmetto Street must be kept clear of equipment, vehicles, condors and lights. This area, however, may be used for camera placement between the hours of 7:00 am and 10:00 pm only.

- When filming take place after 10:00 pm or before 7:00 am, generators are to be placed as far as possible away from residential buildings and lights are to be screened to avoid disturbing nearby residents.

- The Molino Loft buildings (500 and 530 Molino Street) and Marc Free should be notified (310-874-2652) for filming activity or parking restrictions along 4th Place between Molino and Mateo [the curve].

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- Due to the mixed use nature of the neighborhood, productions wishing to utilize space along the west side of Santa Fe Ave. between 2nd and 3rd Streets and the north side of 3rd Street from Santa Fe Avenue to west 100 feet must obtain a signature from Valerie Mitchell or designated representative (213-687-3987).

- Frequent filming in the area of Vignes and 2nd Streets along with the high demand for parking in the area requires that posted "No Parking" on Vignes Street between 1st Street and 2nd Street shall be limited to no more than 200 feet, unless alternate parking or notification are provided to a designated representative from the building.

- The area near 3rd and Traction Avenue is home to many small businesses that have greatly helped to develop the area. In order to be sensitive to these businesses it is necessary for production companies to obtain signatures from the following businesses when there are filming activities or parking on the 700 block of 3rd Street between Traction Avenue and Hewitt Street: Zip Fusion- Jason Ha (744 E. 3rd Street, 213-680-3770); Lakich Studio-Lily Lakich (704 Traction Avenue, 213-620-8641); Ay Carrumba (714 Traction Avenue, 213-620-0274); Wurstkuche Sausage Grill- Joseph Petruzulli (800 E 3rd St, 213-667-4444); Blue Dahlia (738 E 3rd St, 213 613-0621)

- Outdoor food preparation using charcoal or gas grills must be at least 100 feet away from any residential building.

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SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

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should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

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